UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D.

SECTION 4(6), AND/OR

DE

FINANCIA

OMB Number:

3235-0076



DATE RECEIVED

UNIFORM LIMITED OFFERING	EXEMPTION
Name of Offering ( check if this is an amendment and name has changed, and indicate ch	ange.)
Small Angel Round	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Stype of Filing: New Filing Amendment	ection 4(6) 💋 ULOE
A. BASIC IDENTIFICATION DA	TA
1. Enter the information requested about the issuer	
Name of Issuer ( check if this is an amendment and name has changed, and indicate changed	ge.)
Tim Hayden	
Address of Executive Offices (Number and Street, City, State, 2	Zip Code) Telephone Number (Including Area Code)
1909 King Arthur Court-Suite 201, St. Louis, MO 63139	314-323-8842
Address of Principal Business Operations (Number and Street, City, State, (if different from Executive Offices)	Zip Code) Telephone Number (Including Area Code)
Brief Description of Business	
Vivid Sky, Inc. is an electronic sports entertainment company that is the developed at various sporting venues.	r of a wireless device called the SKYBOX, which will be use
Type of Business Organization	PROCESSED
corporation   limited partnership, already formed   business trust   limited partnership, to be formed	other (please specify). Objection of the control of
Month Year	APR 0 2 2007 p
Actual or Estimated Date of Incorporation or Organization: 011 Actua	
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviati	

### GENERAL INSTRUCTIONS

#### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

CN for Canada; FN for other foreign jurisdiction)

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

### State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

## ATTENTION-

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

Section 1		A. BASIC ID	ENTIFICATION DATA	A State of the Sta	<u> </u>
Enter the information re	-				
•		suer has been organized w			
<ul> <li>Each beneficial ow</li> </ul>	ner having the pow	ver to vote or dispose, or di	rect the vote or disposition	of, 10% or more of	a class of equity securities of the is
<ul> <li>Each executive off</li> </ul>	icer and director o	f corporate issuers and of	corporate general and mai	naging partners of	partnership issuers; and
<ul> <li>Each general and r</li> </ul>	nanaging partner o	of partnership issuers.			
heck Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	✓ Director	General and/or Managing Partner
ull Name (Last name first, i Hayden, Tim	f individual)				
dusiness or Residence Address 1909 King Arthur Court-S			ode)		
Theck Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
ull Name (Last name first,	if individual)	<del></del>			
Business or Residence Addre	es (Number and	Street City State Zin C	ode)		············
133 East Sage Drive, Pa		-	~ <del>~~</del> /		
Theck Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
7.11 Manua /1 Pro	ic individuals				
full Name (Last name first,	n ingividual)				
Business or Residence Addre	ess (Number and	Street, City, State, Zip C	ode)	<u>.</u>	
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first.	if individual)				
Business or Residence Addre	ess (Number and	Street, City, State, Zip C	'ode)		
	D D	Dansfeld Co.	Committee Officer	Diranta-	Canaral and he
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
ull Name (Last name first,	if individual)				
Business or Residence Addr	ess (Number and	1 Street, City, State, Zip C	Code)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
full Name (Last name first,	if individual)			•••	
Business or Residence Addr	ess (Number and	l Street, City, State, Zip C	Code)	,, <u>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u>	
Check Box(cs) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)				
Business or Residence Addr	ess (Number and	Street, City, State, Zip C	Code)	<u> </u>	
				-b4	
	tilen Pl	ank sheet, or conviand use	e automonal conjectof thic	CHEET OF BECESTS	/ 1

, ,			;	B. IN	FORMATI	OŅ ABOUT	r offeri	NG ,				• • •
1. Has the	issuer sold	, or does th	ne issuer in		l, to non-ac						Yes [	No 🔀
2. What is	the minim	um investm									\$ 50,0	00.00
											Yes	No
												X
commis If a pers or states	sion or simi on to be lis s, list the na	ion request ilar remune ted is an ass ime of the b you may s	ration for so sociated per roker or de	olicitation rson or age aler. If mo	of purchase nt of a brok- re than five	rs in conne er or dealer (5) person	ction with registered s to be list	sales of sec I with the Si ed are assoc	urities in th EC and/or	ne offering. with a state		
Full Name ( Not Availab		first, if ind	ividual)									
Business or		Address (N	lumber and	Street, Ci	ty. State, Z	ip Code)						
			<u> </u>						<del></del>			
Name of As:	sociated Br	oker or De	aler									
States in WI												
(Check	"All States	or check	individual	States)				*************			☐ All	States
AL IL MT	AK IN NE SC	IA NV SD	KS NH TN	CA KY NJ TX	LA NM UT	CT ME NY VT	MD NC VA	DC MA ND WA	MI OH WV	GA MN OK W1	MS OR WY	MO PA PR
Full Name (	Last name	first, if ind	ividual)									
Business or	Residence	Address (	Number an	d Street, C	ity, State, 2	Zip Code)						
Name of As	sociated Bi	roker or De	aler							<u> </u>		
States in W	hich Persor	Listed Ha	s Solicited	or Intends	to Solicit l	Purchasers						-
(Check	"All State:	s" or check	individual	States)			***************************************			***************************************	☐ AI	l States
II. MT	AK IN NE SC	AZ IA NV SD	KS NH TN	CA KY NJ TX	CO LA NM UT	CT ME NY VT	MD NC VA	MA ND WA	FL MI OH WV	MN OK WI	MS OR WY	MO PA PR
Full Name (	Last name	first, if ind	lividual)				•					
Business o	r Residence	e Address (	Number an	d Street, C	City, State.	Zip Code)						
Name of As	sociated B	roker or De	ealer									
States in W	hich Persor	n Listed Ha	s Solicited	or Intends	to Solicit	Purchasers	:					
(Check	"All State	s" or check	individual	States)							☐ AI	I States
AL IL MT	AK IN NE SC	AZ IA NV SD	AR KS NH TN	CA KY NJ	CO LA NM UT	CT ME NY VT	DE MD NC VA	DC MA ND WA	FL MI OH WV	GA MN OK WI	HI MS OR WY	MO PA PR

### C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged. Amount Already Aggregate Offering Price Sold Type of Security \$ 0.00 0.00 Debt ..... 700,000.00 0.00 0.00 0.00 Other (Specify 700,000.00 Answer also in Appendix. Column 3, if filing under ULOE. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Aggregate **Dollar Amount** Number Investors of Purchases s 700,000.00 \$ 0.00 Total (for filings under Rule 504 only) ...... Answer also in Appendix, Column 4, if filing under ULOE. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C -- Question 1. Type of Dollar Amount Security Sold Type of Offering N/A \$ 0.00 Rule 505 ..... \$ 0.00 N/A Regulation A ..... N/A \$ 0.00 Rule 504 ..... \$ 0.00 Total ..... Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. 0.00 Transfer Agent's Fees

Printing and Engraving Costs.....

Legal Fees.....

Accounting Fees

Engineering Fees

Sales Commissions (specify finders' fees separately).....

Other Expenses (identify)

Total .....

\$ 0.00

§ 0.00

§ 0.00

\$ 0.00

§ 0.00

0.00

0.00

	C. OFFERING PRICE, NUMI	SER OF INVESTORS, EAFENSES AND US	E OF INCCEEDS	
	b. Enter the difference between the aggregate offeri and total expenses furnished in response to Part C — proceeds to the issuer."	Question 4.a. This difference is the "adjusted	d gross	\$
5.	Indicate below the amount of the adjusted gross pro each of the purposes shown. If the amount for an check the box to the left of the estimate. The total of proceeds to the issuer set forth in response to Part	y purpose is not known, furnish an estima the payments listed must equal the adjusted	ite and	
			Payments to Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees			\$ 0.00
	Purchase of real estate			\$ 0.00
	Purchase, rental or leasing and installation of mac			
	and equipment			\$_0.00
	Construction or leasing of plant buildings and fac	ilities	<u>0.00</u>	\$ 0.00
	Acquisition of other businesses (including the val	ue of securities involved in this		\$0.00
	issuer pursuant to a merger)			\$\[ 0.00 \]
	Repayment of indebtedness			
	Working capital		<del></del>	
	Other (specify):		\$_0.00	\$ 0.00
			 	\$_0.00
	Column Totals		<u>\$</u> 0.00	
	Total Payments Listed (column totals added)		1	,500,000.00
		D. FEDERAL SIGNATURE		
sig	e issuer has duly caused this notice to be signed by the nature constitutes an undertaking by the issuer to fur information furnished by the issuer to any non-acc	rnish to the U.S. Securities and Exchange (	Commission, upon writt	ule 505, the following en request of its staff.
lss	suer (Print or Type)	Signature	Date	
Ti	m Hayden	1/400	3-20-06	
Na	ime of Signer (Print or Type)	Title of Signer (Print or Type)		
	n Hayden	Chairman of the Board/CEO		
		<u> </u>		

- ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

-	E. STATE SIGNATURE		
	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?	Yes	No <b>X</b>

See Appendix, Column 5, for state response.

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature	Date
Tim Hayden	Z/D	3-20-06
Name (Print or Type)	Title (Print of Type)	
Tim Hayden	Chairman of the Board/CEO	

### Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPEND	IX
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1	2	2	3		5 Disqual	ification			
	to non-a	to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL		×	N/A	0	\$0.00	0	\$0.00		×
AK		×	N/A	0	\$0.00	0	\$0.00		×
ΑZ		×	N/A	0	\$0.00	0	\$0.00		×
ΛR		×	N/A	0	\$0.00	0	\$0.00		×
CA		×	N/A	0	\$0.00	0	\$0.00		×
со		×	N/A	0	\$0.00	0	\$0.00		×
СТ		×	N/A	0	\$0.00	0	\$0.00		×
DE		×	N/A	0	\$0.00	0	\$0.00		×
DC		×	N/A	0	\$0.00	0	\$0.00		×
FL		×	N/A	0	\$0.00	0	\$0.00		×
GA		×	N/A	0	\$0.00	0	\$0.00		×
ні		×	N/A	0	\$0.00	0	\$0.00		×
ID		×	N/A	0	\$0.00	0	\$0.00		×
IL		×	N/A	0	\$0.00	0	\$0.00		×
IN		×	N/A	0	\$0.00	0	\$0.00		X
lA		×	N/A	0	\$0.00	0	\$0.00		×
KS		×	N/A	0	\$0.00	0	\$0.00		×
KY		×	N/A	0	\$0.00	0	\$0.00	T	×
LA		×	N/A	0	\$0.00	0	\$0.00		×
ME		×	N/A	0	\$0.00	0	\$0.00		×
MD		×	N/A	0	\$0.00	0	\$0.00		×
MA		×	N/A	0	\$0.00	0	\$0.00		×
MI		×	N/A	0	\$0.00	0	\$0.00		×
MN		×	N/A	0	\$0.00	0	\$0.00		×
MS		×	N/A	0	\$0.00	0	\$0.00		×

# APPENDIX

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								T		
l	to non-a	to sell coredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)				Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No	
мо		×	Common-\$1.5	7	\$700,000.00	0	\$0.00		×	
MT		×	N/A	0	\$0.00	0	\$0.00		×	
NE	,	×	N/A	0	\$0.00	0	\$0.00		×	
NV		×	N/A	0	\$0.00	0	\$0.00		×	
NH		×	N/A	0	\$0.00	0	\$0.00		×	
NJ		×	N/A	0	\$0.00	0	\$0.00		×	
NM		×	N/A	0	\$0.00	0	\$0.00		×	
NY		×	N/A	0	\$0.00	0	\$0.00		×	
NC		×	N/A	0	\$0.00	0	\$0.00		×	
ND		×	N/A	0	\$0.00	0	\$0.00		×	
ОН		×	. N/A	0	\$0.00	0	\$0.00		×	
ок		×	N/A	0	\$0.00	0	\$0.00		×	
OR		×	N/A	0	\$0.00	0	\$0.00		×	
PA		×	N/A	0	\$0.00	0	\$0.00		×	
RI		×	N/A	0	\$0.00	0	\$0.00		×	
SC		×	N/A	0	\$0.00	0	\$0.00		×	
SD		×	N/A	0	\$0.00	0	\$0.00		×	
TN		×	N/A	0	\$0.00	0	\$0.00		×	
TX		×	, N/A	0	\$0.00	0	\$0.00		×	
UT		×	N/A	0	\$0.00	0	\$0.00		×	
VT		×	N/A	0	\$0.00	0	\$0.00		×	
VA		×	N/A	0	\$0.00	0	\$0.00		×	
WA		×	N/A	0	\$0.00	0	\$0.00		×	
WV		×	N/A	0	\$0.00	0	\$0.00		×	
WI		×	N/A	0	\$0.00	0	\$0.00		×	

			*** x = 1		ENDIX			1		
1		2	3			4		5		
	to non-a	Intend to sell to non-accredited investors in State (Part B-Item 1)  Type of security and aggregate offering price offered in state (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2)				Disqualification under State ULOI (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No	
WY		×	N/A	0	\$0.00	0	\$0.00		×	
PR		×	N/A	0	\$0.00	0	\$0.00		×	

